
VII. INFORMATION ON DIRECTORS, KEY MANAGEMENT PROMOTERS AND SUBSTANTIAL SHAREHOLDERS

1. DIRECTORS**1.1 Profiles**

The profiles of the Directors of the Company are as follows:

Lee Eng Sia, aged 49, is the Non-Executive Chairman of RIB and was appointed to the Board of Directors of RIB on 15 November 2003. He obtained his Bachelor's Degree (First Class Honours) in Electrical Engineering from University of Auckland, New Zealand in 1978. In 1979, he joined Hitachi Sales (Malaysia) Sdn Bhd as Production Engineer. In 1980, he joined ATSB as Product Line Manager and R&D Manager before he left to join Nibong Tebal Paper Mills Sdn Bhd in 1988. He was the Managing Director of Nibong Tebal Paper Mills Sdn Bhd from 1988 to 2000.

Wei Chuan Beng, aged 37, is the Managing Director of RIB and was appointed to the Board of Directors of RIB on 15 November 2003. He obtained his Bachelor's Degree in Electrical Engineering from University Technology Malaysia in 1989 and Diploma in Management (Gold Medalist Award Winner) from Malaysia Institute of Management, Kuala Lumpur in 1995. He began his career with Hewlett Packard Sales Malaysia Sdn Bhd ("HPS") in 1989 as System Engineer responsible for IT technical and customer relation and was subsequently promoted to Major Account Manager. Having gained the wide exposure in information technology, electronics and telecommunications industry, he began his entrepreneur pursuit by establishing a software development and system integration company, TQC Consultants (IT Division) Sdn Bhd ("TQC") in 1995 until 1996 when it was discontinued when REDtone became active in 1997. At TQC, he managed to grow a company with limited resources to increase shareholders' value and developed marketing strategies for different product lines. He started RTC in 1996 with two other partners. As one of the founding members of the RIB Group, he is instrumental in shaping the Group's business relations and policies. His main responsibilities include management of the overall Group's business and financial matters. At present, he is a column writer for Sin Chew Jit Poh and Utusan Malaysia. He is also a Council Member and the chairperson for Communication Special Interest Group for Persatuan Industri Komputer dan Multimedia Malaysia. He is also the Vice President for the Kuala Lumpur/Selangor Darul Ehsan Telecommunication Association.

Zainal Amanshah bin Zainal Arshad, aged 37, is the Executive Director of RIB and was appointed to the Board of Directors of RIB on 15 November 2003. He obtained his Bachelor's Degree in Electrical Engineering from University of Kent, UK in 1989. He began his career with Unisys (M) Sdn Bhd as Field Engineer from 1989 to 1990. He later joined AT&T/NCR Malaysia Sdn Bhd from 1990 to 1994. From 1994 to 1996, he joined Solsis (M) Sdn Bhd as Sales Manager. Subsequently, from 1996 to 1998, he joined Xylog Business Solutions Sdn Bhd as General Manager, Business Development involved in the existing and new business expansion for overseas market. In 1998, he joined Lotus Consulting Malaysia as Country Manager and was subsequently appointed as Director of Professional Services after the merger of the various divisions within Lotus where he was responsible for sourcing business opportunities around Lotus technology for e-business, workgroup applications and messaging. In 2000, he joined RTC as Executive Director responsible for the call centre and computer technology system and subsequently responsible for the discounted call business. He represents RTC as Deputy Chairman of ASP Association (Protem).

VII. INFORMATION ON DIRECTORS, KEY MANAGEMENT PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

Peter Yeow Heng Ho, aged 37, is the Executive Director of RIB and was appointed to the Board of Directors of RIB on 15 November 2003. He obtained his Bachelor's Degree in Electrical Engineering (First Class Honors) from University of Technology Malaysia in 1989 and Masters Degree in Electrical Engineering from National University of Singapore, Singapore in 1992. He began his career with ATSB in 1989 as Electronics Design Engineer involved in hardware and firmware design. From 1990 to 1992, he was employed by National University of Singapore, Singapore as Research Assistant involved primarily in the design and implementation of the practical automated image analyser. Subsequently, he joined Dectra Sdn Bhd from 1992 to 1994 as System Engineer responsible for the development of 'SCADA' system. From 1994 to 1996, he was the Technical Manager in TQC Consultant (IT Division) Sdn Bhd where he was responsible for the delivery of the software/system development projects, pre-sale technical support and consulting as well as the development and implementation of 'SCADA' system. As one of the founding members of the RIB Group since 1996, his main responsibilities include overseeing the technology, service offerings and product development direction of the Group.

Dr. Muhammad Ghazie bin Ismail, aged 48, is the Non-Executive Director of RIB and was appointed to the Board of Directors of RIB on 15 November 2003. He obtained his Bachelor of Science Degree (First Class Honours) in Electrical and Electronics Engineering and a Doctor of Philosophy specialising in Telecommunications and Image Processing from Loughborough University of Technology, United Kingdom in 1978 and 1982, respectively. He began his career as a Lecturer in the School of Applied Science in University Sains Malaysia ("USM"), Penang in 1982. From 1985 to 1988, he was seconded from USM to Computer Aided Design Division, Malaysian Institute of Microelectronics Systems (MIMOS), Prime Minister's Department as Director involved in the development of 'VSLI' chip design and related software. He later joined HPS as Country Application Manager in 1989 and was subsequently promoted as Marketing and Business Development Director in 1991. He was seconded from Hewlett Packard to set up a joint venture company, Sapura Systems (M) Sdn Bhd with the position of General Manager from 1992 to 1994. From 1992 to 1996, he was employed by Renong Solutions (M) Sdn Bhd as Group General Manager responsible for the IT companies and was also involved in the reorganisation and turnaround of its solutions business. At present, he is the Senior Vice President of E-Business Flagship and Technology Policy & Research, Multimedia Development Corporation and the President of MEITECH Development Corporation.

Syed Izmi bin Syed Kamarul Bahrin, aged 32, is the Alternate Non-Executive Director to Dr. Muhammad Ghazie bin Ismail and was appointed to the Board of Directors of RIB on 15 November 2003. He obtained his LLB (Honours) from University of Exeter, United Kingdom in 1994, Certified Diploma in Accounting and Finance from the Association of Certified Chartered Accountants in 1995 and Certificate of Legal Practice from the Qualifying Board, Kuala Lumpur in 1997. He began his career with Petroliam Nasional Berhad as Executive in the Corporate Finance Department from 1994 to 1997. Subsequently, in 1997 to 2000, he joined Amanah Merchant Bank Berhad as Assistant Manager in Corporate Finance. In May 2000, he joined MSC Venture Corporation Sdn Bhd as an investment manager where he is mainly responsible for sourcing for good quality information and communication technology companies for investment by MSC Venture Corporation Sdn Bhd.

VII. INFORMATION ON DIRECTORS, KEY MANAGEMENT PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

Michael Oh Aik Teong, aged 45, is the Non-Executive Director of RIB and was appointed to the Board of Directors of RIB on 15 November 2003. He obtained his Bachelor's Degree in Engineering (Chemical) from University of Malaya, Kuala Lumpur in 1982. In 1983, he joined Exxon Chemical (M) Sdn Bhd as Sales Engineer where he was mainly responsible for specialty chemicals. Before leaving Exxon Chemical (M) Sdn Bhd group of companies, he was the General Manager of Energy Chemicals (M) Sdn Bhd, a joint venture by Exxon Chemical (M) Sdn Bhd. He joined Chemquest Sdn Bhd as General Manager in 1993 and was subsequently appointed as Managing Director in 2001. At present, he sits on the Board of Directors of several private limited companies under the Chemquest Sdn Bhd's group of companies. He is also an Alternate Director to Ang Guan Seng in PPB Group Berhad.

Huen Foo Seng, aged 48, is the Alternate Non-Executive Director to Michael Oh Aik Teong and was appointed to the Board of Directors of RIB on 15 November 2003. He obtained his Bachelor's Degree in Mechanical Engineering from University of Malaya, Kuala Lumpur in 1978. He began his career with MIDF Berhad as a Project Officer in 1978. He joined Bank of Canton Ltd as Credit Officer in 1979 and Exxon Chemical (M) Sdn Bhd as Logistics Analyst in 1980. Prior to joining Chemquest Sdn Bhd as Trading and Marketing General Manager in 1993, he served in various positions in the logistics and sales function of Exxon Chemical (M) Sdn Bhd in Malaysia and Singapore. He is currently the General Manager of Chemquest Sdn Bhd group of companies' manufacturing and trading division.

Mathew Thomas A/L Vargis Mathews, aged 48 was appointed as the Independent Director of RIB on the Board of Directors of RIB on 15 November 2003. He obtained his Chartered Association of Certified Accountants (UK) qualification from London in 1985. He is currently a Fellow of the Chartered Association of Certified Accountants, UK. He began his career in a small audit practice and after qualifying, joined Ernst & Whinney (now known as Ernst & Young) in 1987. In 1990, he left to start up his own audit and accounting practice and is currently the Managing Partner of Mathew & Partners, Chartered Accountants. He is an approved Company Auditor licensed by the Ministry of Finance. Currently, he sits on the boards of several private limited companies in Malaysia including Mathew & Partners Consulting Sdn Bhd, Westar Corporation Sdn Bhd, Astral Carbide Sdn Bhd and Ultimate Class Sdn Bhd. He is also a member of the Malaysian Institute of Accountants (MIA), the Auditing and Accounting Committee of MIA, the Malaysian Institute of Taxation, the Malaysian Institute of Internal Auditors. He is also the Treasurer of Kiwanis, Titiwangsa Division.

Shaifubahrim bin Mohd Saleh, aged 44, is the Independent Director of RIB and was appointed to the Board of Directors on 15 November 2003. He obtained his Bachelor's Degree in Computer Science from University Sains Malaysia in 1983. He has been in the IT industry for the last 20 years. He began his career as a marketing representative before joining Logica Plc in 1988. Subsequently, he was attached to Oracle System and Data General before serving Banyan Systems, Asia Region as Managing Director. He was appointed as Managing Director of Aironet Wireless Communication Inc. ("Aironet") in 1999. Subsequently, after the acquisition of Aironet by Cisco System Inc., in 2000, he was appointed as the Managing Director of Cisco System (Malaysia) Sdn Bhd.

Currently, he sits on the board of Edaran Digital System Berhad and several private limited companies. He is also currently an advisor to Persatuan Industri Komputer dan Multimedia Malaysia, PIKOM, a council member of the Penang State IT Council, a council member of the Bumiputra IT Council, a board member of the National Human Resources Development Board and an independent director of MDC.

VII. INFORMATION ON DIRECTORS, KEY MANAGEMENT PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

1.2 Shareholdings in RIB

The Directors of the Company and their respective shareholdings in the Company, according to the Register of Directors and Directors' Shareholding of the Company, before and after the Issues are as follows:

Directors	Nationality/ Place of incorporation	Before Issues			After Issues		
		No. of ordinary shares of RM0.10 each	Percentage of share capital %	Percentage of share capital %	No. of ordinary shares of RM0.10 each	Percentage of share capital %	Percentage of share capital %
Lee Eng Sia	Malaysian	28,716,147	20.98	-	43,074,221	17.08	-
Wei Chuan Beng	Malaysian	14,459,901	10.56	*6,605,322	21,689,850	8.61	*9,907,984
Zainal Amanshah bin Zainal Arshad	Malaysian	2,518,719	1.84	-	3,778,079	1.50	-
Peter Yeow Heng Ho	Malaysian	8,911,544	6.51	-	13,367,316	5.31	-
Dr. Muhammad Ghazie bin Ismail	Malaysian	-	-	-	-	-	-
Syed Izmi bin Syed Kamarul Bahrin (<i>Alternate Non-Executive Director to Dr. Muhammad Ghazie bin Ismail</i>)	Malaysian	-	-	-	-	-	-
Michael Oh Aik Teong	Malaysian	-	-	-	-	-	-
Huen Foo Seng (<i>Alternate Non-Executive Director to Michael Oh Aik Teong</i>)	Malaysian	-	-	-	-	-	-
Mathew Thomas A/L Vargis Mathews	Malaysian	-	-	-	-	-	-
Shaifubahrim bin Mohd Saleh	Malaysian	-	-	-	-	-	-

Note:

* Deemed interested by virtue of the direct shareholding of his wife, Choo Yeh Fung.

VII. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

1.3 Previous or Existing Directorships and Substantial Shareholdings in other Public Companies

Save as disclosed below, as at 21 November 2003, none of the Directors of the Company has any previous or existing directorships or substantial shareholdings in other public companies incorporated in Malaysia for the past 2 years preceding the date of this Prospectus:

Name	Company	Directorships		Substantial direct shareholding %
		Date of appointment	Date of resignation	
Lee Eng Sia	NTPM Holdings Berhad	21.10.96	07.08.01	-
Dr. Muhammad Ghazie bin Ismail	AKN Technology Berhad	23.05.02	-	-
Michael Oh Aik Teong (<i>alternate director to Ang Guan Seng in PPB Group Berhad</i>)	PPB Group Berhad	12.05.03	-	-
Shaifubahrim bin Mohd Saleh	Edaran Digital System Berhad	15.12.00	-	0.05

1.4 Directors' Remuneration

There was no remuneration and benefit paid by the Company to the existing Directors of the Company for services rendered to the Group in all capacities for the financial year ended 28 February 2003. For the financial year ending 28 February 2004, the Directors of the Company will be paid for their services rendered to the Group in all capacities. The Directors fall within the following remuneration bands:

Remuneration band	Number of Directors	
	Executive Directors	Non-Executive Directors
Below RM100,000	-	5
RM100,000 to RM200,000	1	-
Above RM200,000	2	-

2. AUDIT COMMITTEE

The composition of the Audit Committee is as follows:

Name	Designation	Directorship
Mathew Thomas A/L Vargis Mathews	Chairman of the Committee	Independent Director
Shaifubahrim bin Mohd Saleh	Member of the Committee	Independent Director
Zainal Amanshah bin Zainal Arshad	Member of the Committee	Executive Director

The main functions of the Audit Committee include the review of audit plans and audit reports with the Group's auditors, review of the auditors' evaluation of internal accounting controls and management information systems, review of the scope of internal audit procedures, review of the balance sheet and profit and loss accounts, and nomination of the auditors.

VII. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

3. KEY MANAGEMENT AND TECHNICAL PERSONNEL**3.1 Profiles**

The profiles of the key management team of the RIB Group other than Wei Chuan Beng, Zainal Amanshah bin Zainal Arshad and Peter Yeow Heng Ho which is set out in Section 1.1 of this Part of this Prospectus are as follows:

John Chee Yong Tung, aged 35, is the Technical Director of RTC. He obtained his Diploma in Electronic Engineering from Tunku Abdul Rahman College, Kuala Lumpur on 9 July 1992 and Engineering Council of Part 1 & 2 in Electronic Engineering, United Kingdom (Degree equivalent) qualification in 1992. From 1992 to 1996, he was employed by Dectra Sdn Bhd as Hardware Engineer involved in hardware design and development of the supervisory control and data acquisition and other embedded systems. He is one of the founding members of the RIB Group, having been with the Group since 1996, and his main responsibilities include designing and managing the hardware design and development of the Group's range of products such as TeleCARETM Voice Mail System and REDtone TECS products.

Yong Kok Leong, aged 46, is the Chief Executive Officer of RSB. He obtained his Bachelor of Science Degree in Management Science with Honours from the University of Warwick, United Kingdom in 1979. He began his career with Ernst & Young, Malaysia in 1980 as Associate Consultant. In 1981, he joined Antah Computers Malaysia as Systems Analyst responsible for the implementation on International Computer Ltd and International Business Machine systems. He joined HPS as sales executive in 1983 and was subsequently promoted to Country Marketing Manager where he was responsible for the marketing and sales plan for computer systems in Malaysia. In 1994, he joined Fuji Xerox Asia Pacific Pte Ltd as General Manager, Marketing and Sales and was subsequently promoted to General Manager, Office Document Products, Asia Pacific where he was involved in the marketing plans for hard copy products across 10 countries in Asia Pacific. In 1999, he was promoted to Vice President, Marketing, Sales and Support responsible for revenue and profit of the Malaysia's operations. In 2000, he joined RIB Group and is currently the Chief Executive of RSB.

Sim Hock Meng, aged 35, is the General Manager of VMSTL. He obtained his Diploma in Electronics Engineering from Ngee Ann Polytechnics, Singapore in 1991. He began his career with Rodime Singapore Pte Ltd as Testing Assistance Engineer in 1991. In 1992, he joined DATA DPS Singapore Pte Ltd ("DATA DPS") as System Engineer. In 1993, he was posted to a subsidiary of DATA DPS as a pioneer to help set up the infrastructure and train new engineers. He was promoted to Sales Manager in 1995. In 1999, he left DATA DPS to establish the joint venture company VMSTL. He is also a member of the British Computer Society and attained the Part 1 Computer Studies certificate in 1994.

Law Say Chuan, aged 37, is the Chief Executive Officer of RN. He obtained his Bachelor's Degree in Electrical Engineering majoring in Communications from University Technology Malaysia in 1990. He began his career with Electra Communications Sdn Bhd in 1990 as a Service Engineer. In 1991, he joined AA Business Machine Sdn Bhd as Project Engineer and was subsequently promoted to Sales Manager in 1992 where he was involved in the marketing of PABX systems, voice and data networking. From 1994 to 1995, he joined Hicom Communications Sdn Bhd as a Senior Project Engineer. From 1995 to 1997, he was employed by Multi-media Communications Sdn Bhd as a Division Manager. From 1997 to 2002, he began his entrepreneur pursuit by establishing an office equipments company, FJT Communications Sdn Bhd. He left the company in end 2002 to join RN as Chief Executive Officer of RN.

VII. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

Tiew Ming Ching, aged 42, is the Chief Technologist of the R&D, Operation and Maintenance of RTC. He obtained his Bachelor's Degree in Engineering with (Honours) from University of Malaya, Kuala Lumpur in 1986. He began his career with Hewlett Packard as Production Engineer in 1986 and was promoted to Senior Technical Consultant in 1990 and left in 1994. From 1994 to 1995, he was a Technical Consultant with Sun Microsystems Pte Ltd. From 1995 to 1998, he was employed by CSI Saag Sdn Bhd as Technical Manager. He joined RTC as Software Development Manager in 1998 and was promoted to Chief Technologist of the R&D, Operation and Maintenance for the REDtone Telco Switching Gateway in 2001.

Jason Tai Chen Hiung, aged 36, is the Chief Technology Officer of the R&D Division of RTC. He obtained his Bachelor's Degree in Computer Science with (Honours) from the University of Western Australia, Australia in 1991. He obtained a PhD in Computer Science from RMIT University, Australia in 1999. He joined RTC in 1997 as Software System Architect and was promoted to Chief Technology Officer of the R&D Division for the REDtone TECS products in 2001.

Alvin Ong Tuck Meng, aged 39, is the General Manager for Operations. He obtained his Bachelor of Science Degree from University of Canterbury, Christchurch, New Zealand in 1987. He began his career as a programmer in Health Technology Ltd, Auckland, New Zealand in 1987 and was subsequently promoted to Senior Analyst Programmer in 1989. From 1991 to 1992, he was employed by SW International System Pte Ltd, Singapore as a Project Leader. He was Regional Systems Analyst in Cigna International Inc, Asia regional office from 1992 to 1995. Subsequently he worked in Hong Leong Management Sdn Bhd from 1995 to 1997 as System Analyst. From 1997 to 1998, he was Assistant Vice President of Research in CIMB Securities Sdn Bhd and thereafter he joined Biztone Com Sdn Bhd in 1998 as Product Manager. He joined RTC as Product Manager in 2000 and was promoted to General Manager, Operations in 2003.

Ng Keng Chai, aged 38, is the Senior Finance Manager of the RIB Group. She obtained her Bachelor of Accounting Degree from University of Malaya, Kuala Lumpur in 1989. She is a member of the Malaysia Association of Certified Public Accountants and Malaysia Institute of Accountants. She began her career with Salleh, Leong, Azlan as an articled audit assistant in 1989 and was subsequently promoted to audit supervisor in 1990 and left the company in 1993. She joined Lion Land Berhad as Accountant and was promoted to Senior Accountant in 1995. From 1997 to 1999, she was employed by Prestara Management Sdn Bhd as Group Accountant. In 1999, she joined Arus Murni Corporation Berhad as Financial Controller where she was involved in the corporate restructuring and financial operations of the group. She joined RTC in 2002 as Project Director, Corporate and Finance with the responsibility for the corporate affairs of the Group including the preparation and coordination of the listing exercise, business evaluations and trade opportunities.

Hazlina Puspa binti Hassan, aged 37, is the Marketing Manager of the RIB Group. She obtained her Bachelor of Science in Business Administration majoring in Computer Information Systems from Drake University, Iowa, USA in 1989. She began her career as a Marketing Executive in 1990 and was subsequently promoted to Senior Marketing Executive for the Sun Microsystems Division of Komputer Sistem (M) Sdn Bhd (a member of Computer Systems Advisers (M) Berhad). In 1993, she joined Institut Terjemahan Negara Malaysia Berhad (ITNM), a government owned company, as the Head of Business Management Unit. She was with ITNM from 1993 – 1995. From 1996 to 2000, she worked for a public relations company, SparkTech Communications (Malaysia) Sdn Bhd, as a Director and Senior Consultant, specialising in Technology Public Relations. In year 2000, she joined PR Communications Global Malaysia Sdn Bhd, an affiliate of Ketchum Worldwide where she heads the Malaysian operations and provides strategic regional counseling to numerous technology and corporate clients. She was PR Communications Global's Vice President & Managing Director until March 2002. She joined REDtone as the Marketing Manager in April 2003.

VII. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

3.2 Shareholdings in RIB

The key management personnel of the RIB Group and their respective shareholdings in the Company, according to the Register of Members of the Company, before and after the Issues are as follows:

Key management	Nationality/ Place of incorporation	Before Issues			After Issues				
		Direct	Indirect	Indirect	Direct	Indirect	Indirect		
		No. of ordinary shares of RM0.10 each	Percentage of share capital %	No. of ordinary shares of RM0.10 each	Percentage of share capital %	No. of ordinary shares of RM0.10 each	Percentage of share capital %		
Wei Chuan Beng	Malaysian	14,459,901	10.56	*6,605,322	4.82	21,689,850	8.61	*9,907,984	3.93
Zainal Amanshah bin Zainal Arshad	Malaysian	2,518,719	1.84	-	-	3,778,079	1.50	-	-
Peter Yeow Heng Ho	Malaysian	8,911,544	6.51	-	-	13,367,316	5.31	-	-
John Chee Yong Tung	Malaysian	17,333,390	12.66	-	-	26,000,085	10.32	-	-
Yong Kok Leong	Malaysian	1,579,589	1.15	-	-	2,369,383	0.94	-	-
Sim Hock Meng	Singaporean	2,518,719	1.84	-	-	3,778,079	1.50	-	-
Law Say Chuan	Malaysian	26,300	#	-	-	39,450	#	-	-
Tiew Ming Ching	Malaysian	1,053,063	0.77	-	-	1,579,594	0.63	-	-
Jason Tai Chen Hiung	Malaysian	526,526	0.38	-	-	789,789	0.31	-	-
Alvin Ong Tuck Meng	Malaysian	408,988	0.24	-	-	613,482	0.24	-	-
Ng Keng Chai	Malaysian	430,088	0.26	-	-	645,132	0.26	-	-
Hazlina Puspa binti Hassan	Malaysian	10,500	#	-	-	15,750	#	-	-

Notes:

Less than 0.01%

* Deemed interested by virtue of the direct shareholding of his wife, Choo Yeh Fung.

VII. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

3.3 Directorships in Other Public Companies

None of the abovementioned key management and technical personnel of RIB has held directorships in other public companies during the last 2 years.

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VII. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

4. PROMOTERS

4.1 The promoters of the Company and their respective shareholdings in the Company, according to the Register of Members of the Company, before and after the Issues are as follows:

Promoters	Nationality	Before Issues			After Issues		
		Direct	Indirect	Indirect	Direct	Indirect	
		No. of ordinary shares of RM0.10 each	Percentage of share capital %	No. of ordinary shares of RM0.10 each	Percentage of share capital %	No. of ordinary shares of RM0.10 each	Percentage of share capital %
Lee Eng Sia	Malaysian	28,716,147	20.98	-	43,074,221	17.08	-
Wei Chuan Beng	Malaysian	14,459,901	10.56	⁽¹⁾ 6,605,322	21,689,850	8.61	⁽¹⁾ 9,907,984
Zainal Amanshah bin Zainal Arshad	Malaysian	2,518,719	1.84	-	3,778,079	1.50	-
Peter Yeow Heng Ho	Malaysian	8,911,544	6.51	-	13,367,316	5.31	-
John Chee Yong Tung	Malaysian	17,333,390	12.66	-	26,000,085	10.32	-
Choo Yeh Fung	Malaysian	6,605,322	4.82	⁽²⁾ 14,459,901	9,907,984	3.93	⁽²⁾ 21,689,850
Tiew Ming Ching	Malaysian	1,053,063	0.77	-	1,579,594	0.63	-
Jason Tai Chen Hung	Malaysian	526,526	0.38	-	789,789	0.31	-
Sim Hock Meng	Singaporean	2,518,719	1.84	-	3,778,079	1.50	-
Chemquest Sdn Bhd	Malaysia	20,771,061	15.17	-	31,156,592	12.36	-
PPB Group Berhad	Malaysia	-	-	-	-	-	⁽³⁾ 31,156,592
Kuok Brothers Sdn Bhd	Malaysia	-	-	-	-	-	⁽³⁾ 31,156,592

Notes:

- (1) Deemed interested by virtue of the direct shareholding of his wife, Choo Yeh Fung.
- (2) Deemed interested by virtue of the direct substantial shareholding of her husband, Wei Chuan Beng.
- (3) Deemed interested by virtue of their direct substantial shareholdings in Chemquest Sdn Bhd.

VII. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

- 4.2 The profile of Lee Eng Sia, Wei Chuan Beng, Zainal Amanshah bin Ahmad Arshad and Peter Yeow Heng Ho are set out in Section 1.1 of this Part of this Prospectus. The profile of John Chee Yong Tung, Sim Hock Meng, Tiew Ming Ching and Jason Tai Chen Hiung are set out in Section 3.1 of this Part of this Prospectus. The profile of Choo Yeh Fung is set out as follows:

Choo Yeh Fung, aged 35, is the promoter of the Company and the spouse of Wei Chuan Beng. She obtained her Bachelor's Degree in Education in Technology (Civil Engineering) from University Technology Malaysia in 1992. She began her career with a vocational school in Muar as a teacher in 1992 and subsequently joined Texchem Resources Berhad as Executive in Human Resource from 1993 to 1995. In 1997, she joined RTC as Administration and Human Resource Manager where she was mainly in-charge of RTC's daily administration functions which includes manpower planning, recruitment, training and development of personnel, payroll, and other administrative related matters until 1999. She is currently a full time home-maker.

The profile of Chemquest Sdn Bhd, a promoter and substantial shareholder of the Company is set out in Section 5.3.1 of this Part of this Prospectus.

- 4.3 Save for Lee Eng Sia as disclosed in Section 1.3 of Part VII of this Prospectus, none of the promoters has any substantial shareholdings in other public companies for the 2 years preceding the date of this Prospectus.
- 4.4 The knowledge and experience of the promoters and their involvement in the management of the RIB Group are fully set out in Sections 1.1, 3.1 and 4.2 of this Part of this Prospectus, respectively.
- 4.5 The changes in the shareholdings of the promoters since the date of incorporation of RIB are set out in Section 5.2 of this Part of this Prospectus.

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VII. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)
5. SUBSTANTIAL SHAREHOLDERS
5.1 Shareholdings in RIB

The substantial shareholders of RIB and their respective shareholdings in the Company, according to the Register of Substantial Shareholders of the Company, before and after the Issues, are as follows:

Substantial shareholders	Nationality/ Place of incorporation	Before Issues			After Issues		
		No. of ordinary shares of RM0.10 each	Percentage of share capital %	No. of ordinary shares of RM0.10 each	Percentage of share capital %	No. of ordinary shares of RM0.10 each	Percentage of share capital %
Lee Eng Sia	Malaysian	28,716,147	20.98	43,074,221	17.08	-	-
Wei Chuan Beng	Malaysian	14,459,901	10.56	21,689,850	8.61	(1)9,907,984	3.93
Peter Yeow Heng Ho	Malaysian	8,911,544	6.51	13,367,316	5.31	-	-
John Chee Yong Tung	Malaysian	17,333,390	12.66	26,000,085	10.32	-	-
Chenquest Sdn Bhd	Malaysia	20,771,061	15.17	31,156,592	12.36	-	-
MSC Venture One Sdn Bhd	Malaysia	16,515,739	12.06	24,773,609	9.83	-	-
PPB Group Berhad	Malaysia	-	-	(2)20,771,061	15.17	(2)31,156,592	12.36
Kuok Brothers Sdn Bhd	Malaysia	-	-	(2)20,771,061	15.17	(2)31,156,592	12.36
MSC Venture Corporation Sdn Bhd	Malaysia	-	-	(3)16,515,739	12.06	(3)24,773,609	9.83
Khazanah Nasional Berhad	Malaysia	-	-	(3)16,515,739	12.06	(3)24,773,609	9.83
Multimedia Development Corporation Sdn Bhd	Malaysia	-	-	(4)16,515,739	12.06	(4)24,773,609	9.83
Ministry of Finance	Malaysia	-	-	(5)16,515,739	12.06	(5)24,773,609	9.83

VII. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

5.1 Shareholdings in RIB (Cont'd)

Notes:

- (1) *Deemed interested by virtue of the direct shareholding of his wife, Choo Yeh Fung.*
- (2) *Deemed interested by virtue of their direct substantial shareholdings in Chemquest Sdn Bhd.*
- (3) *Deemed interested by virtue of their direct substantial shareholdings in MSC Venture One Sdn Bhd.*
- (4) *Deemed interested by virtue of its direct substantial shareholding in its wholly-owned subsidiary, MSC Venture Corporation Sdn Bhd.*
- (5) *Deemed interested by virtue of its direct substantial shareholding in its wholly-owned subsidiary, Multimedia Development Corporation Sdn Bhd.*

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VII. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

5.2 Changes in Substantial shareholders and their Direct Shareholdings

The changes in the direct shareholdings of the substantial shareholders of RIB in the Company since the date of incorporation of RIB based on the Register of Substantial Shareholders of the Company prior to the date of this Prospectus are as follows:

Shareholders	As at 22.10.2002 ⁽¹⁾		As at 14.11.2003 ⁽²⁾		As at 14.11.2003 ⁽³⁾	
	No. of ordinary shares of RM1.00 each	Percentage of share capital %	No. of ordinary shares of RM0.10 each	Percentage of share capital %	No. of ordinary shares of RM0.10 each	Percentage of share capital %
Tan Bee Hwee	1	50.00	31,200,010	50.00	14	*
Oh Swee Chin	1	50.00	31,200,010	50.00	14	*
Lee Eng Sia	-	-	-	-	28,716,147	20.98
Wei Chuan Beng	-	-	-	-	14,459,901	10.56
Peter Yeow Heng Ho	-	-	-	-	8,911,544	6.51
John Chee Yong Tung	-	-	-	-	17,333,390	12.66
Chemquest Sdn Bhd	-	-	-	-	20,771,061	15.17
MSC Venture One Sdn Bhd	-	-	-	-	16,515,739	12.06
Employees	-	-	-	-	10,652,723	7.78

Notes:

- * Less than 0.01%.
- (1) Being the date of incorporation of RIB.
- (2) Being the date of Increase in Share Capital, Share Split and Dividend.
- (3) Being the date of completion of the Acquisitions, Distribution in Specie, Reorganisation, Rights Issue, Bonus Issue I and Acquisition of RTC II.

VII. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

5.3 The profiles of Lee Eng Sia, Wei Chuan Beng, Peter Yeow Heng Ho are set out in Section 1.1 of this Part of this Prospectus. The profile of John Chee Yong Tung is set out in Section 3.1 of this Part of this Prospectus. The profiles of the substantial shareholders of RIB, namely Chemquest Sdn Bhd and MSC Venture One Sdn Bhd are as follows:

5.3.1 Chemquest Sdn Bhd was incorporated in Malaysia as a private limited company under the Companies Act, 1965 on 24 October 1992. The principal activities of Chemquest Sdn Bhd are investment holding and provision of management services.

The authorised share capital of Chemquest Sdn Bhd is RM200,000,000 comprising 200,000,000 ordinary shares of RM1.00 each. The issued and fully paid-up share capital of Chemquest Sdn Bhd as at 21 November 2003 is RM148,000,000 comprising 148,000,000 ordinary shares of RM1.00 each.

The details of the directors and substantial shareholders of Chemquest Sdn Bhd and their respective shareholdings in Chemquest Sdn Bhd are as follows:

Details	Nationality	←-----Direct-----→		←-----Indirect-----→	
		No. of ordinary shares of RM1.00 each	Percentage of share capital %	No. of ordinary shares of RM1.00 each	Percentage of share capital %
<i>Directors</i>					
Ong Ie Cheong	Malaysian	-	-	-	-
Michael Oh Aik Teong	Malaysian	-	-	-	-
Koh Mei Lee	Malaysian	-	-	-	-
Tuan Haji Ayob bin Saad	Malaysian	-	-	-	-
Ong Teng Ping	Malaysian	-	-	-	-
<i>Substantial shareholders</i>					
PPB Group Berhad	Malaysia	81,400,000	55.00	-	-
Kuok Brothers Sdn Bhd	Malaysia	66,600,000	45.00	-	-

5.3.2 MSC Venture One Sdn Bhd was incorporated in Malaysia as a private limited company under the Companies Act, 1965 on 7 May 1999. The principal activity of MSC Venture One Sdn Bhd is to achieve long-term capital appreciation by investing primarily in non-listed equity or equity-linked securities of SMEs which are providers or heavy users of information technology/multimedia technology and services and which have qualified or have the potential to qualify for MSC status.

The authorised share capital of MSC Venture One Sdn Bhd is 2,000 "A" class ordinary shares of RM1.00 each, 1,000 "B" class ordinary shares of RM1.00 each and 199,998,000 redeemable preference shares of RM1.00 each. The issued and fully paid-up share capital of MSC Venture One Sdn Bhd as at 21 November 2003 is 1,200 "A" class ordinary shares of RM1.00 each, 100 "B" class ordinary shares of RM1.00 each and 119,998,000 redeemable preference shares of RM1.00 each.

VII. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

The details of the directors and substantial shareholders of MSC Venture One Sdn Bhd and their respective shareholdings in MSC Venture One Sdn Bhd are as follows:

	Nationality/ Place of incorporation	←Direct→		←Indirect→	
		No. of ordinary shares of RM1.00 each	Percentage of share capital %	No. of ordinary shares of RM1.00 each	Percentage of share capital %
Directors					
Dr. Muhammad Ghazie bin Ismail	Malaysian	-	-	-	-
Emeri bin Johari	Malaysian	-	-	-	-
Datuk Dr. Mohamed Arif bin Nun	Malaysian	-	-	-	-
Datuk Wira Mohamad Said bin Mohamed Ali	Malaysian	-	-	-	-
Esmond Tjingoean Goei	American	-	-	-	-
Substantial shareholders					
MSC Venture Corporation Sdn Bhd	Malaysia	⁽¹⁾ 1,100	84.6	-	-
Khazanah Nasional Berhad	Malaysia	⁽²⁾ 200	15.4	-	-
Multimedia Development Corporation Sdn Bhd	Malaysia	-	-	⁽³⁾ 1,100	86.7
Ministry of Finance	Malaysia	-	-	⁽⁴⁾ 1,100	86.7

Notes:

- (1) Comprise 1,000 "A" Class ordinary shares of RM1.00 each and 100 "B" Class ordinary shares of RM1.00 each. MSC Venture Corporation Sdn Bhd also holds 99,999,000 redeemable preference shares in MSC Venture One Sdn Bhd.
- (2) Comprise 200 "A" Class ordinary shares of RM1.00 each. Khazanah Nasional Berhad also holds 19,999,800 redeemable preference shares in MSC Venture One Sdn Bhd.
- (3) Deemed interested by virtue of its direct substantial shareholding in its wholly-owned subsidiary, MSC Venture Corporation Sdn Bhd.
- (4) Deemed interested by virtue of its direct substantial shareholding in its 100%-owned subsidiary, Multimedia Development Corporation Sdn Bhd.

VII. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

6. SERVICE AGREEMENTS

Save as disclosed below, none of the Directors of the Company or the key management or the technical personnel of the Group has any existing or proposed service agreement with the Company or any of its subsidiaries:

Service Agreement dated 15 November 2003 between RIB and Wei Chuan Beng wherein during his employment, Wei Chuan Beng as the Managing Director, shall perform the duties and exercise the powers which the board of directors may from time to time properly assign to him in relation to the business of the Group and in the absence of any specific directions, have general control and responsibility for the management of the business of the Group.

7. RELATIONSHIPS AND ASSOCIATION

Save for Wei Chuan Beng and Choo Yeh Fung who are husband and wife, there is no other relationship or association between the substantial shareholders, promoters, Directors of the Company, key management and the key technical personnel of the Group.

8. DECLARATION BY DIRECTORS AND KEY MANAGEMENT

None of the Directors of the Company and key management of the Group is or has been involved in any of the following events (whether in or outside Malaysia):

- (i) a petition under any bankruptcy or insolvency laws filed (and not struck out) against such person or any partnership in which he was a partner or any corporation of which he was or is a Director or key personnel; or
- (ii) a conviction in criminal proceedings or is a named subject of a pending criminal proceeding; or
- (iii) a subject of any order, judgement or ruling of any court, tribunal or government body of competent jurisdiction permanently or temporarily enjoining him from acting as an investment adviser, dealer in securities, director or employee of a financial institution and engaging in any type of business practice or activity.

VIII. SUMMARY OF THE 5 YEAR BUSINESS PLAN

1. BUSINESS OBJECTIVES

The 5 year business development plan for the Group is structured to achieve the following objectives:

- (i) To be the clear and dominant number one ASP in Malaysia. As per IDC Report, RTC is the leading alternative voice service provider in Malaysia in terms of market share in year 2002. The Group's further goal is to be a very dominant No. 1, where No. 2 is far behind.
- (ii) To replicate the Group's successful business model in being an alternative telecommunications service provider in countries such as Bangladesh, Indonesia, Thailand, Philippines and Myanmar, where the telecommunications market is at stages of semi-deregulation.
- (iii) To further grow the Group's customer base for office communication system in Malaysia as well as in other countries such as Australia, United Kingdom and India.

2. KEY BUSINESS STRATEGIES

The Group's key strategies to achieve its business objectives and to maintain its competitive strengths are as follows:

2.1 Business Development

The Group's immediate goal is to consolidate its position in Malaysia, for the Group to be the clear and dominant number one ASP in Malaysia. The Group will further strengthen this position by replicating its successful provisioning of telecommunications services using its technology and proven business model to countries where the telecommunications market is at stages of semi-deregulation.

In the long term, the Group plans to continue to enhance its services and products. It will also continue to forge more strategic alliances, which will enable the Group to expand its services and products in the local and overseas markets.

2.2 Market Strategy

The Group has clearly differentiated its position to address each market segment within the ASP industry by strategically positioning its services and products to beat competition and capitalize on opportunities. In addition, the Group's marketing strategy is to ensure that the Group delivers innovative services and products that suit the specific need and requirements of each market segment.

The Group will continue its tradition of leveraging on capable partners to market its services and products in order to grow its business beyond the constraints of its sales and marketing staff. In addition, the Group is constantly seeking and exploring new business arrangements to enhance or complement the Group's business strategy.

The Group has invested and will continue to invest in building awareness of and preference for the REDtone brand through a combination of marketing, advertisement and public relation activities. With this strategy, the Group aims to reinforce its lead as the number one ASP in Malaysia as well as continue to grow its market share in brand sensitive market segments.

2.3 Research and Development

In order to achieve indigenous technology and products innovation, the RIB Group places strong emphasis on R&D. The Group is actively engaged in R&D activities to enhance its in-house products, telecommunications products and REDtone TECS.

VIII. SUMMARY OF THE 5 YEAR BUSINESS PLAN (CONT'D)

The Group's heavy investment into R&D over the years has given a strong engine for technology led innovations. Technology led innovation has been the key pillar of the RIB Group's success. It is often used by the Group to provide value-added services and products to customers so that customers have a strong preference for the Group's services and products.

Recognising the Group's future profitability is dependent on keeping abreast with the latest developments in new technology and the Group's capabilities to meet its customers' changing demands, the Group intends to increase its effort in R&D to improve and diversify its existing range of services and products.

2.4 Human Resources

The group has a dynamic organization that has demonstrated rapid growth and major accomplishments over the last 5 years. Hence, the Group will develop an effective strategy to support and sustain the human resources growth by offering training programmes, competitive remuneration packages and flexible working environment.

The Group places strong emphasis on R&D and technical employees in order to achieve indigenous technology, services and products innovation as well as offering premier quality service. As at 21 November 2003, the Group has 23 and 36 R&D and technical personnel respectively. This represents a total of 44% of the Group's total personnel. In order to maintain these personnel, the Group has provided the staff with competitive remuneration packages. In addition, they are encouraged to attend trainings to keep abreast with the latest developments.

The REDtone Group recognises the importance for its employees to continually upgrade their skills and enhance their knowledge. Therefore, the Group provides staff training and development through on-the-job-training and in-house training programs. The Group believes that on-the-job-training is an effective means of providing practical training for its employees. In addition, employees are also given a chance to attend both technical and managerial external courses.

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